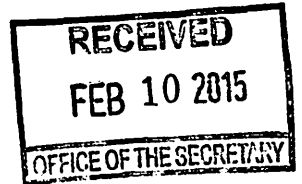


UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549



ADMINISTRATIVE PROCEEDING
File No. 3-16167

In the Matter of

RANDAL KENT HANSEN,

Respondent.

RESPONDENT RANDAL KENT HANSEN'S
MEMORANDUM OF LAW IN SUPPORT OF
DENIAL OF SUMMARY DISPOSITION

INTRODUCTION

Respondent Randal Hanson, was Indicted, tried and convicted of violations of 18 U.S.C. §§ 1341 and 1343. Presently those convictions and sentences are being appealed to the Eighth Circuit Court of Appeals, and Respondent believes that those convictions will be vacated and remanded for a new trial based upon the erroneous instructions of the trial court.

The Enforcement Division of the Securities and Exchange Commission has request summary disposition and is requesting that Hansen be suspended and permantely barred from participating in the securities industry.

The Court, on December 29, 2014 denied without prejudice the first Motion the Enforcement Division (herein after referred to as the "Commission) and in fact allowed the Commission to renew the Motion on or before January 12, 2015, and Respondent was allowed until January 26, 2015, to file any objection to such Motion. Respondent Hansen, did in fact object and he now submits his Memorandum of Law in Support of his Motion.

FACTS

The Commission for this Renewed Motion has introduced portions of transcripts, not the entire record, which completely distorts and takes the complete record

out of the proper context.

Respondent Hansen was lead into this nightmare, and told what a great investment project this would be. Hansen, invested more than a Million dollars, he encouraged his entire family and friends to invest as well, as when the project began, he earned substantial returns on his money.

However, as the exhibits the Commission has submitted establish that this project was a doomed to fail scam, which resulted in Respondent, as well as his entire family lost everything, but the actual scam artist was not even prosecuted, and was able to steal everyones money with impunity.

At the time of sentencing, many persons appeared on behalf of the Respondent, and they had lost their life savings, but they did not believe that Respondent was responsible for the resuting swindle. Also, the record at sentencing was clear that the judge was not totally convinced that Hansen, was a bad person, and was only there to impose the sentence for the crime as was found by the jury.

Even the testimony as stated by Respondent clearly establishes that he was not "acting" as an agent for any illegal activity, and it was based upon the "willful blindness" instruction that the jury concluded Hansen was guilty of the conspiracy. (Sentencing transcript).

The Court must determine whether or not that the Commission has met their burden of proof of proving the three (3) elements required to invoke the jurisdiction of the Court, which Respondent streniously argues that that burden has not been met.

THE STANDARD OF REVIEW

There are three statutory requirements that must be satisfied in order to impose a permanent collater bar. The Division must demonstrate that: (1) at the time of his misconduct, ... Hansen was associated with a broker, dealer, or investment adviser; (2) Hansen has been convicted of an offense that (a) involved the purchase or sale of any security; (b) "arises out of the conduct of the business of a broker, dealer," or "investment adviser," (c) "involves the larceny, theft, ... fraud conversion, or misappropriation of funds;" or (d) is a violation of 18 U.S.C. §§ 1341 or 1343; and (3)

... imposition of the bar is in ... the public interest. 15 U.S.C. §§ 780(b)(4)(B)(i)-(iv), (6)(A)(ii), 80b-3(e)(2)(A)-(D), 80b-3(f).

ARGUMENT

It is clear that the Commission cannot meet the first and third prong of the law required for this Court to in fact proceed with Summary Disposition, where the Court must dismiss this action now with prejudice.

I.

Hansen Was Not Acted As An Agent-Broker.

The controlling law of this case is **Steadman v. SEC**, 603 F. 2d 1126 (5th Cir. 1979), affirmed on other grounds, 450 U.S. 91 (1981).

Review of the evidence submitted by the Commission fails to establish that Respondent has acted as an Agent-Broker of any company or broker, dealer, nor investment adviser, which is required by **Steadman**. Therefore, the request by the Commission must be denied, if the Court is required to comply with the pertinent case law.

II.

Imposition Of The Bar Is Not In The Public Interest.

Respondent in no way meets the criteria set forth in **Steadman**, where any bar is required.

In this argument of the Commission they argue that immediate bar is necessary as [E.] The likelihood that Hansen will engage in Future Violations is High. See Commissions Memorandum at page 9.

The Commission relies upon an unpublished case of **Ross Mandell**, 2014 WL 907416. This case is misplaced and there should be no bar.

Respondent was given a sentence of 108 months, which means that he will not be released for many years, and the earliest being possibly in the year of 2021, which makes the argument of the Commission without merit.


While the argument of the Commission is well taken if Respondent had been involved in a scheme or scam, where if he was involved, he was unwittingly involved and was in fact a victim himself.

CONCLUSION

Whereas, because the Commission has failed to again meet the first and third prong of **Steadman**, this action should now be dismissed with prejudice.

Dated: February 3, 2015.

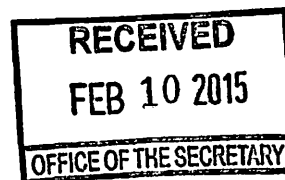
Respectfully submitted,



Randal Kent Hansen 


Respondent Pro se

Randal Kent Hansen [REDACTED]
[REDACTED]
[REDACTED]



February 4, 2015

Securities and Exchange Commission
100 F. Street, N.E.
Washington, D.C. 20549

RE: In the Matter of Randal Kent Hansen

Dear Sir's:

Enclosed herewith please find the Memorandum of Law, which is due today. Please file this in your usual manner. By copy of the same Ms. Polly Atkinson, Enforcement Division, has received the same.

Thanking you in advance for your continuing cooperation in this matter.

Respectfully,

Randal K. Hansen

Enclosure

c: Polly Atkinson, Enforcement Division